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UNITED STATES DISTRICT COURT  
 FOR THE NORTHERN DISTRICT OF CALIFORNIA  
 SAN FRANCISCO DIVISION

FEDERAL TRADE COMMISSION,  
  
 Plaintiff,  
  
 v.  
  
 MICROSOFT CORPORATION and  
 ACTIVISION BLIZZARD, INC.,  
  
 Defendants.

Case No. 3:23-cv-02880-JSC

**DECLARATION OF ALYSHA BOHANON  
 IN SUPPORT OF PLAINTIFF FEDERAL  
 TRADE COMMISSION'S  
 ADMINISTRATIVE MOTION TO  
 CONSIDER WHETHER ANOTHER  
 PARTY'S MATERIAL SHOULD BE  
 SEALED [ECF NO. 180]**

Dept.: Courtroom 8—19th Floor  
 Judge: Honorable Jacqueline S. Corley

1 I, Alysha Bohanon, hereby declare under penalty of perjury that the following is true and correct:

2 1. I am an Associate at Wilkinson Stekloff LLP and am counsel for Defendant Microsoft  
3 Corporation (“Microsoft”) in the above-captioned matter. I submit this declaration in support of  
4 Microsoft’s Statement in Support of Plaintiff Federal Trade Commission’s (“FTC” or “Plaintiff”) Administrative Motion to Consider Whether Another Party’s Material Should be Sealed (“Plaintiff’s  
5 Motion”) (ECF No. 180) (“Administrative Motion”) in connection with the FTC’s Bench Brief  
6 Regarding Defendants’ Proffered Testimony Regarding Microsoft’s Agreements (“Plaintiff’s Bench  
7 Brief”) (ECF No. 181). In my role, I have personal knowledge of Microsoft’s use and protection of non-  
8 public, highly sensitive, and confidential business information, including the information at issue here.  
9

10 2. I have personal knowledge of the facts set forth in this Declaration and, if called as a  
11 witness, could and would competently testify to them.

12 3. I have reviewed and am familiar with the exhibits named in the Administrative Motion,  
13 as they contain information designated by Microsoft as “Confidential.”

14 4. As set forth in the Administrative Motion, certain limited portions of the exhibits contain  
15 non-public and highly sensitive information, including, but not limited to, information reflecting  
16 Microsoft’s internal decision-making processes, investment decisions, assessment of the competitive  
17 landscape, strategic evaluation of forward-looking opportunities, business partnerships, financial  
18 information and projections, existing confidential agreements, and internal discussions of business  
19 strategy.

20 5. This information could be used to injure Microsoft if made publicly available, and it  
21 would cause competitive harm to Microsoft if the above information was publicly disclosed. For  
22 example, disclosure of this information would give Microsoft’s competitors insight into Microsoft’s  
23 strategies, plans, and assessments regarding potential opportunities, and those competitors may alter their  
24 strategic plans or offerings if they knew Microsoft’s strategies and plans. Disclosure of this information  
25 would also harm Microsoft by allowing its competitors to circumvent the time and resources expended  
26 by Microsoft in developing its internal practices and strategies. Disclosure of this information would  
27 further harm Microsoft’s negotiating position with its business partners.  
28

1           6.       Microsoft takes robust measures to maintain the confidentiality of all the above-described  
2 information, including limiting internal disclosure of some of this information to persons on a need-to-  
3 know basis, and does not disclose it publicly. All of this information was designated as confidential  
4 pursuant to Section 21 of the FTC Act, 15 U.S.C. § 57b-2, and/or as Confidential pursuant to the  
5 Protective Order Governing Confidential Material entered on December 9, 2022 in *In the matter of*  
6 *Microsoft Corp. & Activision Blizzard, Inc.* Docket No. 9412 (FTC). This information is also  
7 Confidential under the operative protective order in this case (ECF Nos. 115-1, 170). For these reasons,  
8 Microsoft respectfully requests that the Court order the confidential excerpts of Plaintiff's Bench Brief  
9 set forth in the Administrative Motion to be sealed.

10           I declare under penalty of perjury under the laws of the United States that the foregoing is true  
11 and correct to the best of my knowledge.

12  
13 Dated: July 3, 2023

/s/ Alysha Bohanon  
Alysha Bohanon